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Securities code: 5032

July 12, 2024

Commencement date of measures for electronic provision of information: July 5, 2024

To Shareholders with Voting Rights:

Riku Tazumi
Representative Director and CEO
ANYCOLOR Inc.
Midtown East 11F, 9-7-2, Akasaka,
Minato-ku, Tokyo, Japan

**NOTICE OF
THE 7th ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

We hereby inform you that you are cordially invited to the 7th Annual General Meeting of Shareholders of ANYCOLOR Inc. (the “Company”) to be held as described below.

In convening this General Meeting of Shareholders, we have taken measures to electronically provide the information contained in the Annual General Meeting of Shareholders Reference Documents (information to be provided electronically) and posted them on the two websites listed below. Please access either of these websites to view the information (in Japanese).

The Company’s website

<https://www.anycolor.co.jp/ir/meeting>



Tokyo Stock Exchange website (Listed Company Search)

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>



(Access the TSE website by using the internet address shown above, enter “ANYCOLOR” under “Issue name (company name)” or the Company’s securities code “5032” under “Code,” and click “Search.” Then click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting.”)

Instead of attending the meeting in person, you may exercise your voting rights in writing via post or via the internet. Please review the attached Reference Documents for the 7th Annual General Meeting of Shareholders and exercise your voting rights by 5:00 p.m. JST, Monday, July 29, 2024.

Particulars

- 1. Date and Time:** Tuesday, July 30, 2024 at 10:00 a.m. JST (Reception starts at 9:00 a.m.)
- 2. Place:** Tokyo Midtown Hall B (in Midtown East)
9-7-2, Akasaka, Minato-ku, Tokyo, Japan
(Please refer to the venue map at the end of the Japanese version of this document, as the venue differs from the venue used for the previous meeting.)
- 3. Meeting Agenda:**
- Matters to be reported:** The Business Report and Non-consolidated Financial Statements for the Company's 7th Fiscal Year (May 1, 2023 – April 30, 2024)
- Proposals to be resolved:**
- Proposal:** Election of Four (4) Directors (excluding Corporate Directors who are Audit and Supervisory Committee Members)

4. Methods of Exercising Voting Rights

- (1) Exercise of voting rights by an electronic method (via the internet)
Please follow the instructions on the voting website to exercise your voting rights by 5:00 p.m. JST, Monday, July 29, 2024.
- (2) Exercise of voting rights in writing (via post)
After indicating your votes, please return the ballot form by post to arrive no later than 5:00 p.m. JST, Monday, July 29, 2024. If no indication of approval or disapproval is made for the proposal, it will be treated as approval of the Company's proposal.
- (3) Handling of voting rights exercised in duplicate
If you have exercised your voting rights both via the internet and in writing by post, the Company will treat the vote cast via the internet as effective.
If you exercise your voting rights multiple times via the internet, the final vote cast will be deemed as effective.

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- If you are attending the meeting, please present the enclosed ballot form on the day of the meeting to the reception desk.
 - Shareholders who do not attend the Annual General Meeting in person may also view the proceedings of the meeting via the live stream on the internet.
 - Among information to be provided electronically, the following information is not included in the documents to be sent to a shareholder who applied for the issuance of documents in accordance with laws and regulations and Article 16 of the Company's Articles of Incorporation. The contents of information to be provided electronically forms part of business reports and financial statements audited by the Audit and Supervisory Committee and financial statements audited by accounting auditors when preparing accounting audit reports.
 - (1) Information regarding stock acquisition rights, etc., and structure and status of implementation relating to the proper conduct of operations in the Business Report.
 - (2) Non-Consolidated Statement of Changes in Shareholders' Equity and Notes to Non-Consolidated Financial Statements in the Financial Statements.
 - In the event that the electronically provided information is revised, the details will be posted on the Company's website and the TSE website listed above.

Reference Documents for the General Meeting of Shareholders

Proposal: Election of Four (4) Directors (excluding Directors who are Audit and Supervisory Committee Members)

The terms of office of all three (3) incumbent Directors (excluding Directors who are Audit and Supervisory Committee members; the same shall apply hereinafter in this proposal) will expire at the close of this Annual General Meeting of Shareholders. Accordingly, we propose that we nominate one (1) more Director to strengthen our management structure and four (4) Directors be elected.

The candidates for Directors are as follows.

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions		Number of shares of the Company held
1	Riku Tazumi (February 3, 1996)	May 2017	Founded the Company	26,794,020
		May 2017	Appointed CEO of the Company (current position)	
		May 2021	Appointed Executive Officer of the Company	
	<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Riku Tazumi is the founder of the Company and since its founding, has demonstrated strong leadership as the CEO and has contributed to the Company's business expansion and enhancement of corporate value. Based on his abundant knowledge and broad insight, the Company has nominated him as a candidate for Director with the expectation that he will continue to appropriately fulfill his responsibilities as the Director.</p>			
2	Shinya Tsurui (March 3, 1987)	April 2012	Joined Zeirishi-Hojin PricewaterhouseCoopers (current PwC Tax Japan)	877,500
		September 2014	Joined Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.	
		May 2019	Joined the Company Appointed Executive Officer and CFO of the Company	
		July 2019	Appointed Director and CFO of the Company (current positions)	
		May 2021	Appointed Executive Officer of the Company	
	<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Shinya Tsurui has extensive knowledge and experience in the finance sector and since joining the Company, he has led the administration division as the CFO and has laid the foundations for the Company to go public. The Company has determined that he is well suited as a Director and renominated him as a candidate with the expectation that he will continue to leverage his broad knowledge and experience to contribute to the enhancement of corporate value.</p>			
3	Takato Suzuki (June 27, 1992)	April 2017	Joined Cygames, Inc.	61,900
		May 2018	Joined DMM.com LLC	
		October 2018	Joined SEGA Games	
		June 2019	Joined the Company	
		May 2020	Appointed Executive Officer of the Company (current position)	
	<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Takato Suzuki has extensive insights and experience in the entertainment industry and has contributed to creating the foundation of the growth of the Company's business as an Executive Officer in charge of the Company's domestic VTuber business. The Company has nominated him as a candidate for its Director with the expectation that he will fulfill his responsibilities in determining important management issues and supervising business execution at the Company as its Director utilizing his deep knowledge of the entire entertainment industry.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
4	Takeyuki Aritomi (August 5, 1984)	<p>September 2008 Joined Nagashima Ohno & Tsunematsu</p> <p>July 2011 Joined SHIOMIZAKA (current position)</p> <p>January 2016 Appointed Partner of SHIOMIZAKA (current position)</p> <p>December 2017 Appointed Outside Corporate Auditor of ROXX Inc.</p> <p>August 2019 Appointed Director of First Advisers Inc. (current position)</p> <p>August 2019 Appointed Outside Corporate Auditor of Travel Book., Inc. (current position)</p> <p>July 2022 Appointed Outside Director of the Company (current position)</p> <p>November 2023 Appointed Outside Corporate Auditor of beBit, Inc. (current position)</p> <p>March 2024 Appointed Director of Medical Association DMH (current position)</p>	0
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Takeyuki Aritomi, as an attorney, has extensive experience in the finance sector including M&As and the formation of various funds, as well as experience supporting numerous companies in a wide range of fields including corporate governance, IT, and the Act on the Protection of Personal Information, by serving as their corporate legal counsel. Based on the above, the Company has nominated him as a candidate for Director with the expectation that he will reflect his advanced legal knowledge in the management strategies and business development of the Company as a Director.</p>			

- Notes: 1. There are no special interests between each candidate and the Company.
2. The number of shares of the Company held by each candidate indicates their shareholdings as of April 30, 2024.
3. Mr. Takeyuki Aritomi is a candidate for Outside Director.
4. Mr. Takeyuki Aritomi is currently an Outside Director of the Company, and his term of office is two (2) years starting from the end of this General Meeting.
5. The Company has executed an agreement with Mr. Takeyuki Aritomi to limit his liability as provided for in Article 423, Paragraph 1 of the Companies Act. The maximum amount of such liability under this agreement shall be the amount stipulated by laws and regulations. If the election of Mr. Takeyuki Aritomi is approved, the Company intends to continue this agreement with him.
6. The Company has concluded with an insurance company a directors and officers liability insurance contract stipulated in Article 430-3, Paragraph 1 of the Companies Act. This insurance contract covers damage that may arise as a result of the insured, who are the Directors of the Company, assuming liability related to the execution of their duties or receiving a claim related to the pursuit of such liability (However, no compensation may be given for damage attributable to acts in violation of laws or regulations that were carried out with full knowledge of their illegality). If each candidate for Director is elected and take office, each candidate will become the insured of this insurance contract. The Company also intends to renew this insurance contract under the same terms and conditions at the time of the next renewal.
7. The Company notified the Tokyo Stock Exchange of positions of Mr. Takeyuki Aritomi as independent officer provided for in the provisions of the Tokyo Stock Exchange. If his appointment is approved, we will once again notify the said stock exchange of his position as independent officer.